

EXHIBIT G

May 03, 2019

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U.S. BANKRUPTCY COURT
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Signed and Filed: May 2, 2019

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19 Association of New Mexico and Lead Counsel
for the Class*20 **UNITED STATES BANKRUPTCY COURT**
21 **NORTHERN DISTRICT OF CALIFORNIA**
22 **SAN FRANCISCO DIVISION**23 **In re:**

Bankruptcy Case No. 19-30088 (DM)

24 **PG&E CORPORATION**

Chapter 11

25 **- and -**

(Lead Case)

26 **PACIFIC GAS & ELECTRIC
COMPANY,**

(Jointly Administered)

27 **Debtors.**

Adv. Pro. No. 19-03006 (DM)

PG&E CORPORATION, PACIFIC GAS & ELECTRIC COMPANY,

Plaintiffs,

V.

**PUBLIC EMPLOYEES
RETIREMENT ASSOCIATION OF
NEW MEXICO, et al.**

Defendants.

Adv. Pro. No. 19-03006 (DM)

**ORDER GRANTING
STIPULATION BETWEEN
DEBTORS AND THE PUBLIC
EMPLOYEES RETIREMENT
ASSOCIATION OF NEW MEXICO**

[No Hearing Requested]

1 The Court having considered the stipulation and agreement for order (“**Stipulation and**
2 **Agreement for Order**”) entered into by and between PG&E Corporation (“**PG&E Corp.**”) and
3 Pacific Gas and Electric Company (the “**Utility**”), as debtors and debtors in possession
4 (collectively, the “**Debtors**”) in the above-captioned Chapter 11 cases (the “**Chapter 11 Cases**”),
5 and the Public Employees Retirement Association of New Mexico (“**New Mexico**”), filed
6 on May 1, 2019, a copy of which is attached as Exhibit A; and pursuant to such stipulation and
7 agreement of the Parties, and good cause appearing,

8 || IT IS HEREBY ORDERED:

9 1. The Stipulation and Agreement for Order is approved in all respects.
10 2. The Adversary Proceeding is dismissed without prejudice with respect to New
11 Mexico only.

13 || APPROVED AS TO FORM AND CONTENT:

14 DATED: May 1, 2019

KELLER & BENVENUTTI LLP

/s/ Peter J. Benvenutti
Peter J. Benvenutti

Attorneys for the Debtors

* * END OF ORDER * *

1 **COURT SERVICE LIST**

2 No Parties

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Exhibit A

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34 **UNITED STATES BANKRUPTCY COURT
35 NORTHERN DISTRICT OF CALIFORNIA
36 SAN FRANCISCO DIVISION**

37 **In re:**

38 **PG&E CORPORATION**

39 - and -

40 **PACIFIC GAS & ELECTRIC
41 COMPANY,**

42 **Debtors.**

43 Bankruptcy Case No. 19-30088 (DM)

44 Chapter 11

45 (Lead Case)

46 (Jointly Administered)

47 **Adv. Pro. No. 19-03006 (DM)**

48 **PG&E CORPORATION,
49 PACIFIC GAS & ELECTRIC
50 COMPANY,**

51 **Plaintiffs,**

52 **v.**

53 **PUBLIC EMPLOYEES
54 RETIREMENT ASSOCIATION OF
55 NEW MEXICO, et al.**

56 **Defendants.**

57 **STIPULATION AND AGREEMENT FOR
58 ORDER BETWEEN DEBTORS AND
59 THE PUBLIC EMPLOYEES
60 RETIREMENT ASSOCIATION OF NEW
61 MEXICO**

62 [No Hearing Requested]

1 This stipulation and agreement for order (“**Stipulation and Agreement for Order**”) is
2 entered into by and between PG&E Corporation (“**PG&E Corp.**”) and Pacific Gas and Electric
3 Company (the “**Utility**”), as debtors and debtors in possession (collectively, the “**Debtors**”) in
4 the above-captioned Chapter 11 cases (the “**Chapter 11 Cases**”), and the Public Employees
5 Retirement Association of New Mexico (“**New Mexico**”). The Debtors and New Mexico are
6 referred to in this Stipulation and Agreement for Order collectively as the “Parties,” and each as
7 a “Party.” The Parties hereby stipulate and agree as follows:

RECITALS

9 A. Prior to the filing of the Chapter 11 Cases, the Parties were engaged in putative
10 class action litigation under the federal securities laws in the District Court for the Northern
11 District of California (the “**District Court**”). See *In re PG&E Corporation Securities Litigation*,
12 No. 18-cv-03509-RS (N.D. Cal.) (the “**New Mexico Securities Action**”). By virtue of 11 U.S.C.
13 § 362 (the “**Automatic Stay**”), the New Mexico Securities Action is stayed as to the Debtors.

14 B. On December 14, 2018, New Mexico filed a Second Amended Consolidated
15 Class Action Complaint (the “SAC”) in the New Mexico Securities Action, pursuant to its
16 appointment as Lead Plaintiff over the New Mexico Securities Action and under the schedule
17 ordered by the District Court.

18 C. The SAC asserts claims under Section 10(b) and Section 20(a) of the Securities
19 Exchange Act of 1934 against the Debtors and certain of the Debtors' current and former
20 directors and officers (the "**New Mexico Securities Action Individual Defendants**").

21 D. On February 15, 2019, the Debtors filed a complaint (ECF No. 1) (the
22 “Complaint”) initiating the above-captioned adversary proceeding (the “Adversary
23 Proceeding”), and also filed a motion (ECF No. 2) (the “Motion”), seeking to preliminarily and
24 permanently enjoin the prosecution of twenty-two pending civil actions as against non-debtor
25 defendants, including to so enjoin the prosecution of the New Mexico Securities Action as
26 against the New Mexico Securities Action Individual Defendants, with the same effect and to the
27 same extent as would be the case if the Automatic Stay applied to such non-debtor defendants.

1 E. On February 22, 2019, York County, on behalf of the County of York Retirement
2 Fund, City of Warren Police and Fire Retirement System, Mid-Jersey Trucking Industry & Local
3 No. 701 Pension Fund (collectively, the “**Securities Act Plaintiffs**”), and all others similarly
4 situated, filed in the District Court a putative securities class action (the “**York County**
5 **Securities Action**”) asserting claims under the Securities Act of 1933 against certain of the
6 Debtors’ current and/or former directors and officers (the “**York County Securities Action**
7 **Individual Defendants**”), as well as against the underwriters of certain of the Debtors’ notes
8 offerings (the “**Underwriters**”), and together with the New Mexico Securities Action Individual
9 Defendants and the York County Securities Action Individual Defendants, the “**Non-Debtor**
10 **Defendants**”).¹

11 F. The Parties, together with the Securities Act Plaintiffs and the Non-Debtor
12 Defendants, have agreed to seek to consolidate the York County Securities Action with the New
13 Mexico Securities Action, and that New Mexico should file a Third Amended Consolidated
14 Class Action Complaint (the “**TAC**”) in the New Mexico Securities Action reflecting such
15 consolidation. New Mexico will continue to act as Lead Plaintiff in the New Mexico Securities
16 Action after it files the TAC.

17 G. The Parties, together with the Securities Act Plaintiffs and the Non-Debtor
18 Defendants, are accordingly simultaneously entering into a stipulation (the “**New Mexico**
19 **Securities Action Stipulation**”) in the New Mexico Securities Action that will consolidate the
20 York County Securities Action with the New Mexico Securities Action, and will further set a
21 schedule pursuant to which, *inter alia*: (i) New Mexico shall file the TAC, and (ii) the Non-
22 Debtor Defendants shall move, answer, or otherwise respond to the TAC. The terms of this
23 Stipulation and Agreement for Order are consistent with the terms of the New Mexico Securities
24 Action Stipulation to the extent relevant.

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¹ For purposes of this Stipulation and Agreement for Order, Lebenthal & Co., LLC, an
28 underwriter named as a defendant in the York County Securities Action, is not included among
the defined groups “Underwriters” or “Non-Debtor Defendants.”

1 H. Upon the filing of the TAC, the Debtors intend to seek to preliminarily and
2 permanently enjoin the prosecution of the New Mexico Securities Action as against all Non-
3 Debtor Defendants;

4 I. The Parties agree that, in light of the foregoing, and in the interests of efficiency
5 and judicial economy: (i) New Mexico should be dismissed, without prejudice, from the
6 Adversary Proceeding; (ii) the Debtors may initiate a new, separate adversary proceeding (the
7 "New Mexico Adversary Proceeding") as against New Mexico and relating only to the New
8 Mexico Securities Action, as consolidated, seeking to preliminarily and permanently enjoin the
9 prosecution of the New Mexico Securities Action against all Non-Debtor Defendants, and (iii)
10 certain scheduling matters with respect to the New Mexico Adversary Proceeding should be
11 resolved as set forth below.

12 **NOW, THEREFORE, IT HEREBY IS STIPULATED AND AGREED:**

13 1) New Mexico shall be dismissed, without prejudice, from the Adversary
14 Proceeding, effective upon the filing of this Stipulation and Agreement for Order;

15 2) No later than 21 days from the date that the New Mexico Securities Action
16 Stipulation is "So Ordered," New Mexico shall file the TAC in the New Mexico Securities
17 Action. The TAC shall continue to name the Debtors as defendants in the New Mexico
18 Securities Action notwithstanding the Automatic Stay, provided that the TAC includes language
19 that "it is understood that this action against the PG&E Defendants is stayed pursuant to the
20 automatic stay provisions of 11 U.S.C. § 362";

21 3) No later than 21 days from the date of the filing of the TAC, the Debtors shall
22 initiate the New Mexico Adversary Proceeding by filing a complaint (the "New Mexico
23 Adversary Proceeding Complaint") and motion (the "New Mexico Adversary Proceeding
24 Motion") seeking to preliminarily and permanently enjoin the prosecution of the New Mexico
25 Securities Action, as consolidated, as against the Non-Debtor Defendants;

26 4) No later than 30 days from the date of the filing of the New Mexico Adversary
27 Proceeding Motion, New Mexico shall file one brief in opposition (the "Opposition") to the
28 New Mexico Adversary Proceeding Motion;

1 5) No later than 14 days from the date of the filing of the Opposition, the Debtors
2 shall file one reply brief (the “Reply”) in further support of the New Mexico Adversary
3 Proceeding Motion;

4 6) The Parties shall set the hearing on the New Mexico Adversary Proceeding
5 Motion (the “Hearing”) for the first available regularly scheduled Debtors’ hearing date that is at
6 least 7 days from the date of filing of the Reply;

7 7) New Mexico shall, to the extent necessary, move, answer, or otherwise respond to
8 the New Mexico Adversary Proceeding Complaint on or before the date that is 30 days from the
9 date a decision on the New Mexico Adversary Proceeding Motion is rendered by this Court;

10 8) Nothing herein is intended to restrict New Mexico from seeking discovery in the
11 New Mexico Adversary Proceeding, nor to restrict the Debtors from objecting to any such
12 request(s) for discovery, and the Parties agree to cooperate to the extent reasonably practicable in
13 that regard.

14 9) If any of the foregoing deadlines falls on a weekend, holiday, or other day on
15 which this Court is closed, then such deadline shall be extended until the next day on which this
16 Court is open.

17 10) This Stipulation and Agreement for Order shall be governed by, and construed in
18 accordance with, applicable state and federal law.

19 11) The Court retains jurisdiction with respect to all matters arising out of and related
20 to the implementation, interpretation, and enforcement of this Stipulation and Agreement for
21 Order. Nothing herein shall be deemed to divest or otherwise impact the jurisdiction of the
22 District Court with respect to the New Mexico Securities Action.

1 DATED: May 1, 2019

1 */s / Randy Michelson*

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